

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W. R. GRACE & CO., et al.,¹)
Reorganized Debtors.) Case No. 01-01139 (KJC)
) (Jointly Administered)
)
)

**CERTIFICATION OF COUNSEL REGARDING ORDER
EXTENDING DEADLINE TO FILE FINAL APPLICATIONS FOR
COMPENSATION OF PROFESSIONALS AND REIMBURSEMENT OF EXPENSES**

The undersigned hereby certifies that:

1. On January 31, 2011, the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) entered the *Recommended Findings of Fact, Conclusions of Law and Order Regarding Confirmation of First Amended Joint Plan of Reorganization as Modified Through December 23, 2010* [Docket No. 26155] and on February 15, 2011, the Bankruptcy Court entered the *Order Clarifying Memorandum Opinion and Order Confirming Joint Plan as Amended Through December 23, 2010* [Docket No. 26289] (collectively, the “Confirmation Order”), pursuant to which the Bankruptcy Court approved and confirmed the *First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., the Official Committee of Asbestos Personal Injury Claimants, the Asbestos*

¹ The Reorganized Debtors consist of the following 17 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., Darex Puerto Rico, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Gloucester New Communities Company, Inc., Grace Chemical Company of Cuba, Grace Energy Corporation, Grace Europe, Inc., Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace PAR Corporation, W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Kootenai Development Company, Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), and Water Street Corporation.

PI Future Claimants' Representative, and the Official Committee of Equity Security Holders as Modified Through December 23, 2010 [Docket No. 26368] (as amended and conformed pursuant to the Confirmation Order, the "Plan").

2. On June 11, 2012, the Bankruptcy Court's Confirmation Order was affirmed by the United States District Court for the District of Delaware (the "District Court"), Case No. 11-199 (lead case) [Docket Nos. 215, 217, and 218]. Certain parties appealed the judgment of the District Court to the United States Court of Appeals for the Third Circuit (the "Third Circuit") in cases consolidated under Case No. 12-1402 (lead case). The Third Circuit affirmed the judgment of the District Court in each such appeal except for one and the period for petitioning the Supreme Court of the United States for *certiorari* review for such affirmed appeals expired with no such petition being made. The Third Circuit dismissed the final remaining appeal with prejudice on February 3, 2014, pursuant to a stipulated dismissal agreement between the parties.

3. On February 3, 2014, the Effective Date under the Plan occurred.

4. Pursuant to Article 2.1.1(b)(1) of the Plan, all final applications for compensation of Professionals for services rendered and for reimbursement of expenses incurred on or before the Effective Date, and any other request for compensation by any Entity for making a substantial contribution (as described in Bankruptcy Code § 503(b)(3)(D)) in the Chapter 11 Cases (except only for Claims under 28 U.S.C. § 1930 and for fees incurred by the office of the Clerk of the Bankruptcy Court) ("Professionals' Fees"), shall be Filed no later than May 5, 2014.

5. The Reorganized Debtors have received several requests for an extension of the deadline.

6. The Reorganized Debtors have conferred with the Fee Auditor appointed in these cases and with the Office of the United States Trustee and have agreed, subject to approval by this Court, to a one-week extension of the deadline to May 12, 2014.

7. The Reorganized Debtors have prepared the attached proposed Order granting the extension.

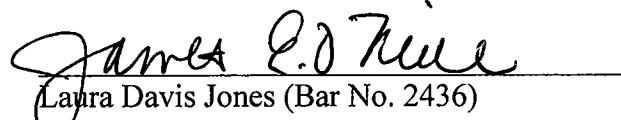
8. It is hereby respectfully requested that the Order attached hereto as Exhibit A be entered at the Court's earliest convenience.

Dated: May 2, 2014

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-and-

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